

June 14, 2011

VIA HAND DELIVERY

Mr. Darrell Nitschke
Executive Secretary
North Dakota Public Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480

**RE: CPV Ashley Renewable Energy
Company, LLC's Ten Year Plan for
2011-2021**

Dear Mr. Nitschke:

Please find enclosed for filing an original and ten (10) copies of the following:

1. CPV Ashley Renewable Energy Company, LLC's Ten Year Plan: 2011-2021;
2. Notice of Filing Ten Year Plan: 2010-2020; and
3. Affidavit of Service.

Also enclosed is a CD containing the above-referenced documents in PDF format.

Should you have any questions, please advise.

Sincerely,



MOLLIE M. SMITH

MMS/ms

Enclosures

cc: Mr. John Hafner – (w/ encl. – *via e-mail*)
Mr. Robert Burke – (w/ encl. – *via e-mail*)
Mr. Sean J. Finnerty – (w/ encl. – *via e-mail*)

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Attorneys & Advisors
main 701.221.4020
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www.fredlaw.com

Fredrikson & Byron, P.A.
200 North Third Street, Suite 150
Bismarck, North Dakota
58501-3879

TEN YEAR PLAN: 2011-2021
CPV Ashley Renewable Energy Company, LLC

In accordance with Section 49-22-04 of the North Dakota Century Code and Chapter 69-06-02-01 of the North Dakota Administrative Code, CPV Ashley Renewable Energy Company, LLC ("CPV"), submits the following Ten Year Plan for years 2011 through 2021.

- (1) A description of the general location, size, and type of all facilities to be owned or operated by the utility during the ensuing ten years, as well as those facilities to be removed from service during the ten-year period.

CPV does not currently own or operate any generation or transmission facilities in North Dakota. The only facility that CPV plans to construct in the next ten years is the Ashley Wind Energy Project, an up to approximately 200.1 megawatt ("MW") wind energy conversion facility. The Ashley Wind Energy Project site consists of approximately 17,400 acres of privately owned land located approximately six miles north of the town of Ashley in McIntosh County, North Dakota. The Ashley Wind Energy Project's output will be sold to the Tennessee Valley Authority ("TVA") pursuant to a 20-year power purchase agreement. On December 8, 2010, the North Dakota Public Service Commission ("Commission") issued Certificate of Site Compatibility for Energy Conversion Facility No. 20 ("Certificate No. 20") to CPV for the Ashley Wind Energy Project (Case No. PU-09-370). Construction on the Ashley Wind Energy Project is anticipated to begin as early as the 4th quarter of 2011 and the facility is expected to be commercially operational by the end of 2012.

As noted above, CPV does not currently own or operate any facilities and, as such, does not own or operate any facilities that will be removed from service during the next ten years.

- (2) An identification of the location of the tentative preferred site for all energy conversion facilities and the tentative location of all transmission facilities on which construction is intended to be commenced within the ensuing five years and such other information as may be required by the commission. The site and corridor identification shall be made in compliance with the criteria published by the commission pursuant to section 49-22-05.1.

The Ashley Wind Energy Project is the only energy conversion facility that CPV plans to construct during the next five years. As noted previously, construction on the Ashley Wind Energy Project is anticipated to begin as early as the 4th quarter of 2011. The proposed location of the Ashley Wind Energy Project is depicted in Figure 1, attached hereto. As set forth in CPV's Application for a Certificate of Site Compatibility for the Ashley Wind Energy Project, which was filed with the Commission on May 14, 2010, and the Commission's Findings of Fact, Conclusions of Law and Order ("Order") issuing Certificate No. 20, dated December 8, 2010, the proposed location of the Ashley Wind Energy Project will comply with all siting criteria set forth in Section 49-22-05.1 of the North Dakota Century Code and Section 69-06-08-01 of the North Dakota Administrative Code (*see* Case No. PU-09-370). Additional information regarding the proposed location of the Ashley Wind Energy Project is set forth in Sections 1.3.1 and 5.1 of the Application for a Certificate of Site Compatibility, and in the Commission's Order.

CPV does not plan to construct any transmission facilities within the next five years.

- (3) A description of the efforts by the utility to coordinate the plan with other utilities so as to provide a coordinated regional plan for meeting the utility needs of the region.

CPV has an application pending before the Midwest Independent Transmission Systems Operator ("MISO") for interconnection of 200 MW of wind generation at the Montana-Dakota Utilities ("MDU") 230 kV transmission line, which crosses the site proposed for the Ashley Wind Energy Project. The CPV Interconnection Application has been filed per the MISO Business Practice Manual 015 for Generator Interconnection. This application and MISO's administration of the application is consistent with its Open Access Transmission, Energy and Operating Reserves Market Tariff, as approved by the Federal Energy Regulatory Commission, and per the operating policies of the Electric Reliability Organization designed to facilitate the administration of efficient energy markets.

- (4) A description of the efforts to involve environmental protection and land-use planning agencies in the planning process, as well as other efforts to identify and minimize environmental problems at the earliest possible stage in the planning process.

Since early in the planning process for the Ashley Wind Energy Project, CPV has been working with Local, State and Federal agencies and authorities to identify and minimize any potential environmental, cultural resource and/or land-use planning concerns. Regulatory approval of the Ashley Wind Energy Project is required at both the Federal and State levels. As noted previously, at the State level, the Commission issued Certificate No. 20 to CPV authorizing construction of the Ashley Wind Energy Project. At the Federal level, CPV is undergoing a Federal review process. TVA is the federal Lead Agency for this Federal review process, which includes a National Environmental Policy Act review, Endangered Species Act Section 7 consultation, and a National Historic Preservation Act Section 106 consultation. CPV anticipates that the Federal review process for the Ashley Wind Energy Project will be completed in the 3rd quarter of 2011.

Additional information regarding CPV's agency contacts and efforts to identify and minimize any environmental issues presented by the Ashley Wind Energy Project is set forth in Sections 8.0 and 10.11 of its Application for a Certificate of Site Compatibility and in the Commission's Order (*see* Case No. PU-09-370).

- (5) A statement of the projected demand for the service rendered by the utility for the ensuing ten years and the underlying assumptions for the projection, with that information being as geographically specific as possible, and a description of the manner and extent to which the utility will meet the projected demands.

CPV responded to a Request for Proposals issued by TVA, whereby TVA sought output from renewable generation sources to satisfy its need for additional renewable energy. TVA selected CPV's proposal, and the entire output of the Ashley Wind Energy Project will be sold to TVA pursuant to a power purchase agreement.

Additional information regarding the need for the Ashley Wind Energy Project is set forth in Section 2.0 of CPV's Application for a Certificate of Site Compatibility and in the Commission's Order (*see* Case No. PU-09-370).

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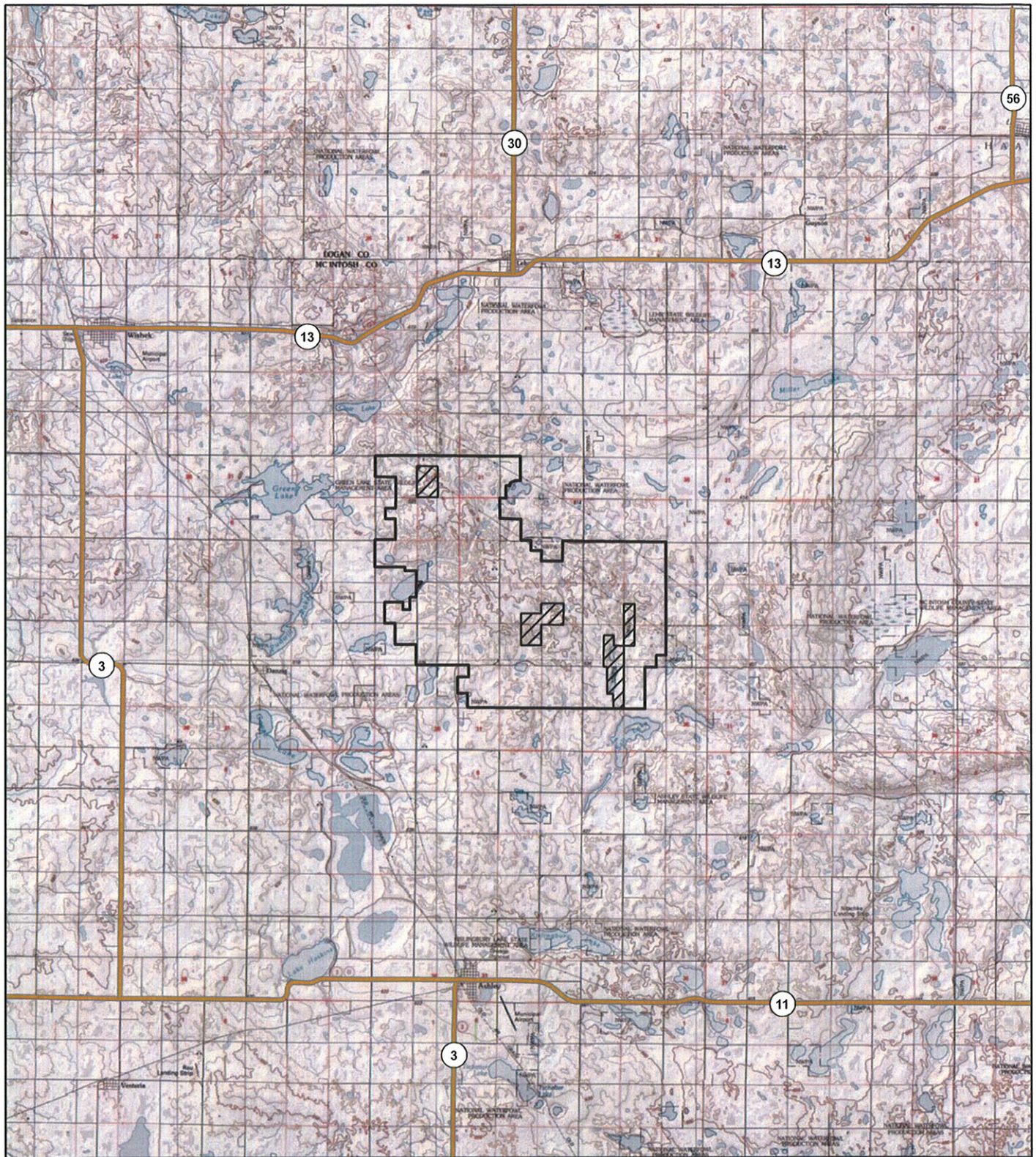


Figure 1
Project Vicinity
Ashley Wind Energy Project
McIntosh County, North Dakota

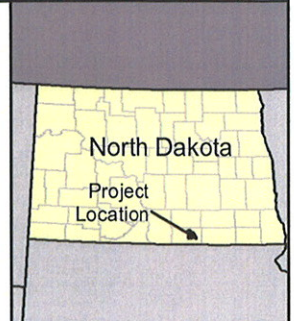


- Project Area
- Non-Leased Area



0 2 4 Miles

Source: USGS 24k Quad, 1985.



STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Case No. _____

IN THE MATTER OF THE FILING OF A TEN
YEAR PLAN BY CPV ASHLEY RENEWABLE
ENERGY COMPANY, LLC

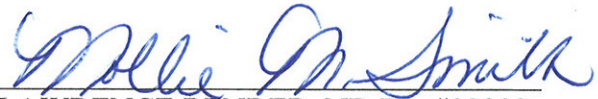
**NOTICE OF FILING TEN YEAR PLAN
2011-2021**

PLEASE TAKE NOTICE that CPV Ashley Renewable Energy Company, LLC, has, this date, in accordance with Section 49-22-04 of the North Dakota Century Code and Chapter 69-06-02 of the North Dakota Administrative Code, filed with the North Dakota Public Service Commission and the McIntosh County Auditor a Ten Year Plan for the years 2011 through 2021, which discusses its proposed Ashley Wind Energy Project to be located in McIntosh County, North Dakota.

Dated this 14th day of June, 2011.

Fredrikson & Byron, P.A.

By



LAWRENCE BENDER, ND Bar #03908

MOLLIE M. SMITH, ND Bar #06714

Attorneys for CPV Ashley Renewable

Energy Company, LLC

200 North 3rd Street, Suite 150

P. O. Box 1855

Bismarck, ND 58502-1855

(701) 221-4020

CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that a true and correct copy of the following document:

NOTICE OF FILING TEN-YEAR PLAN: 2011-2021

was on the 14th day of June, 2011 served by placing the same in the United States mail, postage prepaid, properly addressed to the following:

North Dakota Aeronautics Commission
P.O. Box 5020
Bismarck, ND 58502-5020

North Dakota Office of Attorney General
State Capitol
600 E. Boulevard Ave.
Dept. 125
Bismarck, ND 58505

North Dakota Dept. of Agriculture
600 E. Boulevard Ave.
Dept. 602
Bismarck, ND 58505-0020

North Dakota Dept. of Health
600 E. Boulevard Ave.
Bismarck, ND 58505-0200

Dept. of Human Services
600 E. Boulevard Ave.
Dept. 325
Bismarck, ND 58505-0250

North Dakota Dept. of Labor
600 E. Boulevard Ave.
Dept. 406
Bismarck, ND 58505-0340

Department of Vocational Education
c/o Career and Technical Education
State Capitol, 15th Floor
600 E. Boulevard Ave.
Dept. 270
Bismarck, ND 58505-0610

Economic Development and Finance Commission
North Dakota Dept. of Commerce
PO Box 2057
Bismarck, ND 58502-2057

Energy Development Impact Office
North Dakota State Land Dept.
P.O. Box 5523
Bismarck, ND 58506-5523

North Dakota Game and Fish Department
100 N. Bismarck Expressway
Bismarck, ND 58501-5095

North Dakota Geological Survey
600 E. Boulevard Avenue
Bismarck, ND 58505-0840

Office of Governor Jack Dalrymple
State of North Dakota
600 E. Boulevard Ave.
Bismarck, ND 58505-0001

North Dakota State Highway Department
115 D Street
Richardton, ND 58652

North Dakota Department of Transportation
608 E. Boulevard Ave.
Bismarck, ND 58505-0700

State Historical Society
of North Dakota
612 E. Boulevard Ave.
Bismarck, ND 58505-0830

North Dakota Indian Affairs Commission
600 E. Boulevard Ave.
1st Floor - Judicial Wing, Rm. 117
Bismarck, ND 58505-0300

Job Service North Dakota
P.O. Box 5507
Bismarck, ND 58506-5507

North Dakota State Land Dept.
1707 North 9th Street
P.O. Box 5523
Bismarck, ND 58506-5523

North Dakota Parks and Recreation Dept.
1600 E. Century Ave., Suite 3
Bismarck, ND 58503-0649

Division of Community Services
Dept. of Commerce
1600 E. Century Ave., Suite 2
PO Box 2057
Bismarck, ND 58502-2057

North Dakota State Soil Conservation Committee
c/o NDSU Extension Service
2718 Gateway Ave., Suite 104
Bismarck, ND 58503

North Dakota State Water Commission
900 E. Boulevard Ave., Dept. 770
Bismarck, ND 58505-0850


MOLLIE M. SMITH

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

Case No. _____

IN THE MATTER OF THE FILING OF A TEN
YEAR PLAN BY CPV ASHLEY RENEWABLE
ENERGY COMPANY, LLC

AFFIDAVIT OF SERVICE

STATE OF NORTH DAKOTA)
) SS
COUNTY BURLEIGH)

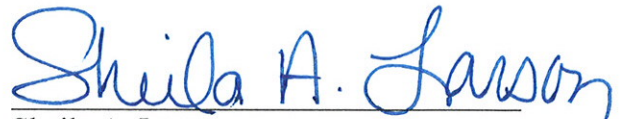
Sheila A. Larson, being first duly sworn, does depose and state that on June 14, 2011, she served the following document:

Ten Year Plan: 2011-2021

by placing a true and correct copy of said document in an envelope addressed as follows:

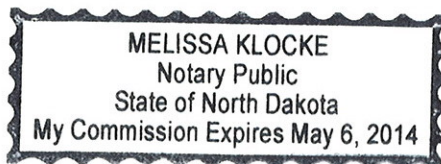
Gina Ketterling
McIntosh County Auditor
McIntosh County Courthouse
112 1st St NE, PO Box 39
Ashley, ND, 58413

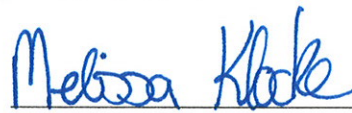
and depositing the same, with postage prepaid, in the United States mail at Bismarck, North Dakota.



Sheila A. Larson

Subscribed and sworn to before me this 14th day of June, 2011.





Notary Public